



ACF INDUSTRIES

INCORPORATED

750 THIRD AVENUE, NEW YORK, N. Y. 10017, (212) 986-8600, CABLE ADDRESS: ACFUSA

REGISTRATION NO. *6220N* FILED 1105

August 31, 1983

SEP 2 1983 3 40 PM

Secretary INTERSTATE COMMERCE COMMISSION
Interstate Commerce Commission
Washington, D.C. 20423

Dear Sir:

We enclose herewith for filing with the Commission pursuant to 49 U.S.C. §11303 and the regulations thereunder five original counterparts of a Supplemental Equipment Trust Agreement and four original counterparts of a Bill of Sale, both dated as of July 15, 1983, between the following:

- (a) Trustee-Lessor Chemical Bank
55 Water Street
New York, New York 10041
- (b) Lessee: ACF Industries, Incorporated
750 Third Avenue
New York, New York 10017

The equipment covered by the above Supplemental Equipment Trust Agreement is as follows:

- 2 - Railroad Tank Cars, AAR Mechanical Designation T104, initialled ACFX and numbered 75815 and 75816.

The equipment covered by the above Bill of Sale is as follows:

- 4 - Railroad Center Flow Covered Hopper Cars, AAR Mechanical Designation LO, initialled ACFX and numbered 54709, 59176, 64101 and 64102.
- 5 - Railroad Tank Cars, with AAR Mechanical Designations, initials and numbers listed as follows:

Quantity	AAR Mechanical Designation Code	Initialled ACFX and Numbered
1	TLI	89539
1	TLI	89700
1	TL	89764
1	TL	89770
1	TM	89843

RECEIVED

SEP 2 3 1-PM '83

*from
Comments:
Supplemental
Bill of Sale (for trust)
Release 7 cars
both under
Rec. No. 6220*

Handwritten signatures and initials

Secretary
Interstate Commerce Commission
Page 2

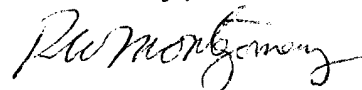
6-22-71
2 cars
Parties
follow

The enclosed Supplemental Equipment Trust Agreement supplements the Equipment Trust Agreement dated as of July 1, 1971 between Chemical Bank, Trustee-Lessor, and ACF Industries, Incorporated, Lessee, which was filed and recorded in your office at 2:45 P.M. on July 2, 1971, under Recordation No. 6220, and the enclosed Bill of Sale releases from said Equipment Trust Agreement the equipment described above in respect of said Bill of Sale. The most recent supplement or other document relating to the Equipment Trust Agreement having been assigned Recordation No. 6220-L, it appears that the enclosed items should follow sequentially with the next available alphabetical letter.

We also enclose a check drawn to the order of the Commission in the sum of \$20.00 in payment of the recordation fees in this connection.

We request that four copies of the enclosed Supplemental Equipment Trust Agreement and three copies of the enclosed Bill of Sale, including in each case the copy stamped "ACF" in the upper right hand corner, all bearing the Commission's recordation data, be returned to R. W. Montgomery, Assistant Secretary, ACF Industries, Incorporated, 750 Third Avenue, New York, New York 10017, or to the bearer.

Sincerely,



R. W. Montgomery
Assistant Secretary

RWM:ss
Enclosures

RECORDATION NO. *6320-N*

Filed 1425

SEP 2 1983 - 3 22 PM

BILL OF SALE

INTERSTATE COMMERCE COMMISSION

Chemical Bank, as Trustee (hereinafter called the Trustee) under the Equipment Trust Agreement dated as of July 1, 1971 (hereinafter called the Equipment Trust Agreement), between the Trustee and ACF Industries, Incorporated, a New Jersey corporation (hereinafter called the Company), in consideration of the sum of One Dollar and other good and valuable consideration paid by the Company, receipt whereof is hereby acknowledged, does hereby grant, bargain, sell, transfer and set over unto the Company and its successors and assigns the units of railroad equipment described in Exhibit B annexed hereto and hereby made a part hereof, to have and to hold all and singular such units to the Company and such successors and assigns for its and their own use and behoof forever.

This Bill of Sale is made without recourse to the Trustee for any reason whatsoever and without representation of warranty of any kind by the Trustee.

IN WITNESS WHEREOF, the Trustee has caused this instrument to be duly executed in its name this 15th day of July, 1983.

CHEMICAL BANK

By 

TRUST OFFICER

(Corporate Seal)

Attest:



Secretary

EXHIBIT B

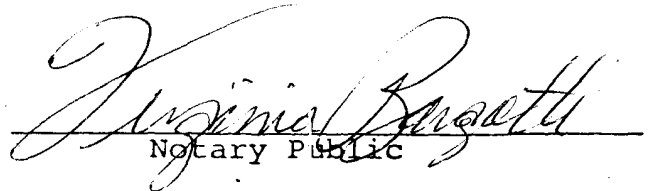
Description of Released Equipment

9 Cars Put Into Use On Or After September 1, 1970.

<u>QUANTITY</u>	<u>A.A.R. MECHANICAL DESIGNATION CODE</u>	<u>INITIALLED ACFX AND NUMBERED</u>
1	LO	54709
1	LO	59176
1	LO	64101
1	LO	64102
1	TLI	89539
1	TLI	89700
1	TL	89764
1	TL	89770
1	TM	89843

STATE OF NEW YORK)
) ss.:
COUNTY OF NEW YORK)

On this 18th day of August, 1983 before me personally
came J. Murray , to me known, who, being by
me duly sworn, says that he is Trust Officer of CHEMICAL
BANK, that the seal affixed to the foregoing instrument is the
corporate seal of said bank, that said instrument was signed and
sealed on behalf of said bank by authority of its Board of Directors
and he acknowledged that the execution of the foregoing instrument
was the free act and deed of said bank.


Notary Public

VIRGINIA BARZOTTI
Notary Public, State of New York
No. 41-4734547
Qualified in Queens County
Certificate filed in New York County
Commission Expires March 30, 1985

(Notarial Seal)